Permit #F00022077-C

FilmL.A., Inc.
1201 W. 5th Street, Suite T-800
Los Angeles, CA 90017
t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information

Permit No: F00022077-C **Type of Permit:** FILMING **Release Date:** 11/20/2009

Production Company DNA INC

Insured Company Name DNA INC
Contact Phone No. 1 323-463-2826
Contact Phone No. 2 323-436-2826
Fax 323-463-2535
Address 6535 SANTA MONICA BLVD, #B
HOLLYWOOD, California 90038

Production Title ALLSTATE INSURANCE

Type of Production Commercial - Standard

Producer HAGAI SHAHAM

Director MARC WEBB

1st AD TBD TBD

Production Manager LISA TOWAN

FilmL.A. Coordinator Yulizza Ramirez

Location Manager Alasdair Boyd
Primary Phone Mobile - 213-618-2643
Secondary Phone

Location Assistant N/A N/A
Primary Phone Office - 000-000-0000
Secondary Phone

Fees

Posting 600	$260.00
Notification Charge	$620.00
LA CITY LANE AND STREET CLOSURE FEE	$312.00
FILMLA FILM PERMIT RIDER FEE	$100.00

Total Permit Fee $1,292.00

Number of Locations 5

NOT A PERMIT

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Summary Information — Location

Permit Number	F00022077-C	**Location Manager**	Alasdair Boyd
Production Company	DNA INC	Primary Phone	Mobile - 213-618-2643
Insured Company	DNA INC	Secondary Phone	
Production Title	ALLSTATE INSURANCE		

Location Address Hope St., 6th St - Wilshire Blvd. , Los Angeles , CA, 90071

Location Names

Location Type Street

Location Description Street.

Film Dates 11/21/2009 - 11/21/2009 05:00 - 20:00

Open or Closed to the Public Open

Generic Conditions
Community Survey Required
Equipment vehicles may park on one side of street
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.

Please see attached document Downtown LA July 2009.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	6
Camera cars	1
Cast/Crew vehicles	45
Condors	2
Cube Trucks	4
Generator	1
Motor Homes	2
Picture vehicles	10
Stakebed Trucks	4
Vans	4

Personnel on Location

Type	Quantity
Cast	4
Crew	45
Extras	15
Off-Duty/Retired LAPD Officer(s)	2

Filming Activities Atmospheric Smoke Effects; Camera in car; Camera on sticks; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk & street; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior establishing shots; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Near hits & misses; Precision driving; Wetdown;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note RIDER C RELEASES LOCATION

Parking

Base Camp
Location Type : To Be Determined

Crew Parking
Location Type : To Be Determined

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Summary Information — Location

Permit Number	F00022077-C	**Location Manager**	Alasdair Boyd
Production Company	DNA INC	Primary Phone	Mobile - 213-618-2643
Insured Company	DNA INC	Secondary Phone	
Production Title	ALLSTATE INSURANCE		

	Street :	Street :
Posting "No Parking" signs	B/S S Hope St., W 6th St. - Wilshire Blvd.	
Approximate Footage	301 - 600	**Log Number** 1007199
Date(s)	11/21/2009 to 11/21/2009	**Time(s)** 00:00 to 00:00
Lane / Full Closure	N/A	
Approximate Footage	0 - 300	
Date(s)	11/21/2009 to 11/21/2009	**Time(s)** 05:00 to 21:00

NOT A PERMIT

Permit #F00022077-C

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Summary Information — Location

Permit Number	F00022077-C	**Location Manager**	Alasdair Boyd
Production Company	DNA INC	Primary Phone	Mobile - 213-618-2643
Insured Company	DNA INC	Secondary Phone	
Production Title	ALLSTATE INSURANCE		

Location Address Hope St., Wilshire Bl - 7th St, Los Angeles, CA, 90017

Location Names

Location Type Street

Location Description

Film Dates 11/21/2009 - 11/21/2009 05:00 - 21:00

Open or Closed to the Public Open

Generic Conditions
Community Survey Required
Equipment vehicles may park on one side of street
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.

Equipment on Location

Type	Quantity
5 or 10 ton trucks	6
Camera cars	1
Cast/Crew vehicles	45
Condors	2
Cube Trucks	4
Generator	1
Motor Homes	2
Picture vehicles	10
Stakebed Trucks	4
Vans	4

Personnel on Location

Type	Quantity
Cast	4
Crew	45
Extras	15
Off-Duty/Active LAPD Officer(s)	2

Filming Activities Atmospheric Smoke Effects; Camera in car; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk & street; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior establishing shots; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Precision driving; Wetdown;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note RIDER C RELEASES LOCATION

Parking

Base Camp
Location Type : To Be Determined
Street :

Crew Parking
Location Type : To Be Determined
Street :

NOT A PERMIT

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Summary Information — Location

Permit Number	F00022077-C	**Location Manager**	Alasdair Boyd
Production Company	DNA INC	Primary Phone	Mobile - 213-618-2643
Insured Company	DNA INC	Secondary Phone	
Production Title	ALLSTATE INSURANCE		

Posting "No Parking" signs	B/S Hope St., Wilshire Bl - 7th St,		
Approximate Footage	301 - 600	**Log Number**	1007288
Date(s)	11/21/2009 to 11/21/2009	**Time(s)**	00:00 to 00:00
Lane / Full Closure	N/A		
Approximate Footage	0 - 300		
Date(s)	11/21/2009 to 11/21/2009	**Time(s)**	05:00 to 21:00

NOT A PERMIT

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Summary Information — Location

Permit Number	F00022077-C	**Location Manager**	Alasdair Boyd
Production Company	DNA INC	Primary Phone	Mobile - 213-618-2643
Insured Company	DNA INC	Secondary Phone	
Production Title	ALLSTATE INSURANCE		

Location Address Wilshire Bl.,Hope St - Flower St, Los Angeles, CA, 90017

Location Names

Location Type Sidewalk

Location Description

Film Dates 11/21/2009 - 11/21/2009 05:00 - 21:00

Open or Closed to the Public Open

Generic Conditions
Community Survey Required
Equipment vehicles may park on one side of street
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.
Uniformed officers shall have a copy of the film permit in their possession and are required to confirm that all traffic control signage devices are in place.

Please see attached document Wilshire (Closure) btw Flower & Grand Hope ltc DNA.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	6
Camera cars	1
Cast/Crew vehicles	45
Condors	2
Cube Trucks	4
Generator	1
Motor Homes	2
Picture vehicles	10
Stakebed Trucks	4
Vans	4

Personnel on Location

Type	Quantity
Cast	4
Crew	45
Extras	15
Off-Duty/Retired LAPD Officer(s)	4

Filming Activities Atmospheric Smoke Effects; Camera in car; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk & street; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior establishing shots; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Precision driving; Wetdown; 2 car collision. Staged car accident.;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note RIDER C RELEASES LOCATION

Parking **Base Camp** **Crew Parking**

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Summary Information — Location

Permit Number F00022077-C
Production Company DNA INC
Insured Company DNA INC
Production Title ALLSTATE INSURANCE

Location Manager Alasdair Boyd
Primary Phone Mobile - 213-618-2643
Secondary Phone

Location Type : To Be Determined
Street :

Location Type : To Be Determined
Street :

Posting "No Parking" signs B/S Wilshire Bl.,Hope St - Flower St

Approximate Footage 301 - 600 **Log Number** 1007201

Date(s) 11/21/2009 to 11/21/2009 **Time(s)** 00:00 to 00:00

Lane / Full Closure FULL STREET CLOSURE OF Wilshire Bl.,Hope St - Flower St -CANCEL
Approximate Footage 0 - 300

Date(s) 11/21/2009 to 11/21/2009 **Time(s)** 05:00 to 21:00

NOT A PERMIT

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Summary Information — Location

Permit Number	F00022077-C	**Location Manager**	Alasdair Boyd
Production Company	DNA INC	Primary Phone	Mobile - 213-618-2643
Insured Company	DNA INC	Secondary Phone	
Production Title	ALLSTATE INSURANCE		

Location Address Wilshire Bl., Hope St - Grand Av, Los Angeles, CA, 90017

Location Names

Location Type Street

Location Description

Film Dates 11/21/2009 - 11/21/2009 05:00 - 21:00

Open or Closed to the Public Open

Generic Conditions
Community Survey Obtained
Equipment vehicles may park on one side of street
Must comply with attached conditions
Must Maintain 5' Clearance on Sidewalks/Walkways
Must maintain local/emergency access
No Cast and Crew parking on areas streets.
Number of uniformed officers listed on the permit is a minimum requirement. Permittee remains responsible for deploying a sufficient number of uniformed officers to provide traffic and crowd control to ensure the safety of the film crew and the public.
Uniformed officers shall have a copy of the film permit in their possession and are required to confirm that all traffic control signage devices are in place.

Please see attached documents
Downtown LA July 2009.pdf
Wilshire (Closure) btw Flower & Grand Hope ltc DNA.pdf

Equipment on Location

Type	Quantity
5 or 10 ton trucks	6
Beebe light/Nite sun	1
Camera cars	1
Cast/Crew vehicles	45
Condors	2
Cranes	1
Cube Trucks	4
Generator	1
Motor Homes	2
Picture vehicles	10
Stakebed Trucks	4
Vans	4

Personnel on Location

Type	Quantity
Cast	4
Crew	76
Extras	25
Off-Duty/Retired LAPD Officer(s)	4

Filming Activities Atmospheric Smoke Effects; Camera in car; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk & street; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior establishing shots; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Precision driving; Wetdown; 2 car collision. Staged car accident.;

Jurisdiction **Political:** Los Angeles City - Council District 09 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

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Summary Information — Location

Permit Number	F00022077-C	**Location Manager**	Alasdair Boyd
Production Company	DNA INC	Primary Phone	Mobile - 213-618-2643
Insured Company	DNA INC	Secondary Phone	
Production Title	ALLSTATE INSURANCE		

Coordinator Note RIDER C RELEASES LOCATION

Parking

Base Camp
Location Type : To Be Determined
Street :

Crew Parking
Location Type : To Be Determined
Street :

Posting "No Parking" signs B/S Wilshire Bl., Hope St - Grand Av,

Approximate Footage 301 - 600 **Log Number** 1007202

Date(s) 11/21/2009 to 11/21/2009 **Time(s)** 00:00 to 00:00

Lane / Full Closure FULL STREET CLOSURE Wilshire Bl., Hope St - Grand Av,

Approximate Footage 0 - 300

Date(s) 11/21/2009 to 11/21/2009 **Time(s)** 05:00 to 21:00

NOT A PERMIT

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Summary Information — Location

Permit Number F00022077-C
Production Company DNA INC
Insured Company DNA INC
Production Title ALLSTATE INSURANCE

Location Manager Alasdair Boyd
Primary Phone Mobile - 213-618-2643
Secondary Phone

Location Address S Santa Fe Ave., Violet St. - Bay St., Los Angeles, CA, 90021

Location Names

Location Type Street

Location Description

Film Dates 11/21/2009 - 11/21/2009 05:00 - 21:00

Open or Closed to the Public Open

Generic Conditions

Equipment on Location

Type	Quantity
5 or 10 ton trucks	6
Camera cars	1
Cast/Crew vehicles	45
Condors	2
Cube Trucks	4
Generator	1
Motor Homes	2
Picture vehicles	10
Stakebed Trucks	4
Vans	4

Personnel on Location

Type	Quantity
Cast	4
Crew	45
Extras	15

Filming Activities Atmospheric Smoke Effects; Camera in car; Car-to-Car; Drive by; Drive ups & away; Driving shots; Equipment on sidewalk & street; Equipment on sidewalk, in curb lane & across street; Exterior Dialogue; Exterior establishing shots; Intermittent pedestrian control; Intermittent traffic control - 2 minutes standard; Precision driving; Wetdown; Staged car accident. 2 car collision;

Jurisdiction **Political:** Los Angeles City - Council District 14 **Police:** Los Angeles Police Department **Fire:** Los Angeles City

Location Notes

Coordinator Note RIDER C RELEASES LOCATION.

Parking

Base Camp
Location Type : To Be Determined
Street :

Crew Parking
Location Type : To Be Determined
Street :

Posting "No Parking" signs B/S S Santa Fe Ave., Violet St. - Bay St

Approximate Footage 301 - 600 **Log Number** 1007200

Date(s) 11/21/2009 to 11/21/2009 **Time(s)** 00:00 to 00:00

Lane / Full Closure FULL STREET CLOSURE OF S Santa Fe Ave., Violet St. - Bay St - CANCEL

NOT A PERMIT

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Los Angeles, CA 90017
t: (213)977-8600 - f: (213)977-8601
www.filmla.com

Summary Information — Location

Permit Number	F00022077-C	**Location Manager**	Alasdair Boyd
Production Company	DNA INC	Primary Phone	Mobile - 213-618-2643
Insured Company	DNA INC	Secondary Phone	
Production Title	ALLSTATE INSURANCE		
Approximate Footage	0 - 300		
Date(s)	11/21/2009 to 11/21/2009	**Time(s)**	05:00 to 21:00

NOT A PERMIT

SPECIAL FILMING CONDITIONS
RESIDENTIAL/COMMERCIAL AREAS OF
DOWNTOWN METROPOLITAN LOS ANGELES

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

The Downtown Los Angeles Central Business District is occupied by commercial/industrial businesses, as well as residential properties. There are also many popular hotels in the downtown area frequented by visitors taking advantage of our city's cultural, historical and recreational venues.

In order to better balance the concerns of business/commerce and provide for the residential aspects of this area of Los Angeles, FilmL.A. has developed the following Special Filming Conditions. Your cooperation in adhering to the Conditions will ensure the industry's continued access to these vitally important filming sites.

NOTE: THE FOLLOWING SPECIAL FILMING CONDITIONS DO NOT APPLY TO THOSE AREAS ZONED AS "LIGHT MANUFACTURING/PARKING" OR "HEAVY MANUFACTURING".

- **All filming activities (including parking of production equipment, cast/crew parking, catering, and preparation/strike) within 200 feet of any residential building (including hotels) are not permitted between the hours of 10 p.m. and 7 a.m. unless first approved by FilmL.A.** through the approved Filming Survey procedure and indicated on the permit.

- **Low level helicopter activity within ½ of a mile of residential buildings and taking place between the hours of 10:00 p.m. and 7:00 a.m. will not be allowed.**

- **All low-flying helicopter work in the vicinity of buildings, especially residential structures, requires the Federal Aviation Administration (FAA) reviewed and accepted plan of activities also to be filed with FilmL.A.**

- **Notification of the representatives of residents, merchants and businesses within 500 feet of all filming activities should be done 48 hours in advance of filming or substantial prep work, time permitting.** Additional notification beyond a distance of 500 feet may be required for permits requesting extraordinary filming activities, to be determined by FilmL.A.

- **Due to the congestion from normal commuter traffic, Intermittent Traffic Control (ITC) is generally not permitted on weekdays between the hours of 7:00 a.m. - 9:00 a.m. and 3:00 p.m. - 7:00 p.m.**

- **Production companies are required to completely remove all trash, food, cardboard boxes, etc.** from the general vicinity at the end of each filming day. Food should **NOT** be given directly to the homeless persons in the area; if a production company wishes to donate food, it

FilmL.A. Inc. NOT A PERMIT

should be delivered to missions or groups in the area which are designated and sanctioned to distribute food and other supplies to the homeless. Production companies will be held responsible for the actions of catering companies contracted to provide food for cast and crew.

- **All of the Special Conditions referenced herein apply to filming in or near the 2nd and 3rd Street tunnels.** All filming activities within the tunnels between the hours of 10:00 p.m. and 7:00 a.m. must be contained to areas at least 100 feet from tunnel openings, unless signature approval is obtained from affected residential buildings near the tunnel entrances, and indicated on the permit. The activities may not be audible beyond tunnel openings, and lighting may not illuminate or affect any nearby buildings.

In addition to the conditions referenced above, production companies must adhere to the following conditions when filming on Lower Grand Avenue between General Thaddeus Kosciusko (GTK) Way and 4th Street:

- **The walls of Lower Grand Avenue are private property** and may not be dressed, painted, or used in any way unless permission is granted by the representative of the affected property. The following are the names and phone numbers of the most affected building representatives:

o Museum of Contemporary Art (MOCA)	Cari Stafford	213.621.2766
o One California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Two California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Wells Fargo Center (Maguire Properties)	Holly Mattan	213.253.4297
o Omni Hotel	Dan Pietrowski	213.617.3300
o Museum Tower & Grande Promenade	Aaron Bazile	213.229.9777
o Angelus Plaza	Joan Marke	213.623.4352

- **Blocking of loading docks or parking garage entrances and exits is strictly prohibited.**

- **No special effects, including smoke, steam or fog may occur on Lower Grand Avenue** without first obtaining clearance from the appropriate building contacts and maintenance engineers. Contact must be made at least **48 hours prior** to the proposed effect(s) unless appropriate, prior notifications to designated property management representatives have been made.

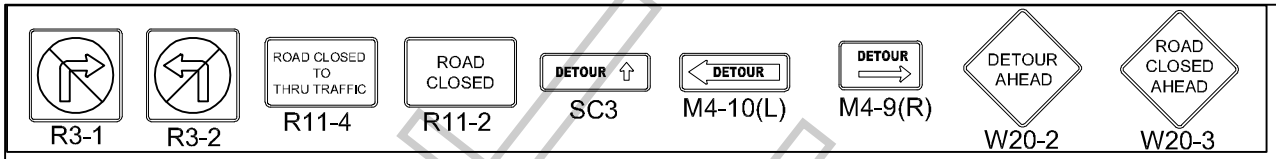
- **Generators may not be placed on the enclosed portion of Lower Grand Avenue. Suggested areas for generator placement are:**

1. the curb lane of 4th Street at least 200 ft east of Lower Grand Avenue;
2. the curb lane of 4th Street west of Lower Grand Avenue beyond the left turn lane; or
3. the center of Lower Grand Avenue directly under the openings to Upper Grand Avenue.

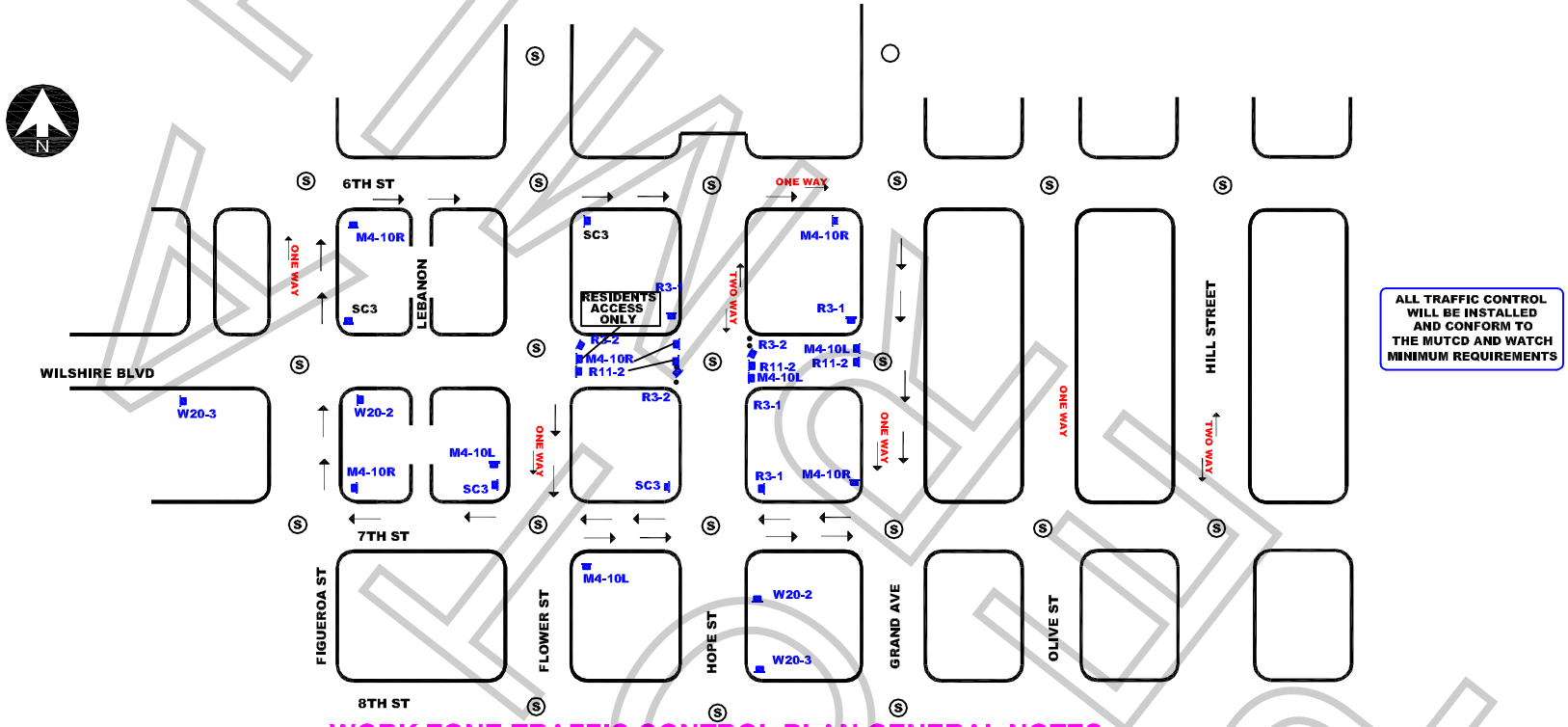
- **Companies must obtain property contact approval prior to covering or removing any building signage** and must replace removed/covered signs with temporary signage similar to the originals. If directional or street signage is removed, the production company must provide **complete directional signage** in the surrounding area, with emphasis on alternate parking entrances and exits. **Street signs may only be removed with FilmL.A. approval.**

- **Any filming activities requested and approved with less than 48-hour notification may not interfere with other ongoing activities in the area.**

NOT A FILMING PERMIT



DNA
"ALLSTATE"



WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

1. **DATE/TIME: 9-21-09 FROM 05:00 HOURS TO 21:00 HOURS.**
2. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA MUTCD, AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS, SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
3. THERE WILL BE NO INTERFERENCE WITH TRAFFIC SIGNALS OR CROSSWALKS.
4. CONES WILL BE 28" MINIMUM HEIGHT AND HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
5. POLICE WILL DIRECT TRAFFIC IF NECESSARY.

JCL BARRIDADE COMPANY,
2334 E. EIGHTH ST., CA 90021
Ph: (213) 622-9775 * Fax: (213) 622-9790
CA Lic # 805357
TRAFFIC PLAN DRAWN BY:
ISMAEL RODRIGUEZ
Traffic control plan is drawn per MUTCD & 2006 Work Area Traffic Control Handbook

TRAFFIC CONTROL FOR:	PROJECT LOCATION:	LOCATION CONTACT:
DNA "ALLSTATE"	FLOWER ST & WILSHIRE GRAND AVE TO HOPE ST CITY OF LOS ANGELES, CA	TIM BALOU OFFICE # 213.763.9000

REV#	DATE	REVISION DESCRIPTION

Permit #E0002077-C

EXHIBIT

SPECIAL FILMING CONDITIONS
RESIDENTIAL/COMMERCIAL AREAS OF
DOWNTOWN METROPOLITAN LOS ANGELES

The Special Filming Conditions described below will be included in the terms and conditions of permits issued for filming in this area and are in addition to the standard terms and conditions applicable to filming permits generally. While these Special Filming Conditions will be included as terms if a permit for filming in this area is issued, they are not intended to, and do not, establish the criteria or standards for determining whether or not a particular permit (or permits) will be issued for this area. The decision whether or not a particular permit (or permits) will be issued is vested in the discretion of the appropriate City or County department or their designees (including FilmL.A., Inc.), to be exercised consistent with public health, safety and general welfare, and applicable land-use ordinances.

The Downtown Los Angeles Central Business District is occupied by commercial/industrial businesses, as well as residential properties. There are also many popular hotels in the downtown area frequented by visitors taking advantage of our city's cultural, historical and recreational venues.

In order to better balance the concerns of business/commerce and provide for the residential aspects of this area of Los Angeles, FilmL.A. has developed the following Special Filming Conditions. Your cooperation in adhering to the Conditions will ensure the industry's continued access to these vitally important filming sites.

NOTE: THE FOLLOWING SPECIAL FILMING CONDITIONS DO NOT APPLY TO THOSE AREAS ZONED AS "LIGHT MANUFACTURING/PARKING" OR "HEAVY MANUFACTURING".

- **All filming activities (including parking of production equipment, cast/crew parking, catering, and preparation/strike) within 200 feet of any residential building (including hotels) are not permitted between the hours of 10 p.m. and 7 a.m. unless first approved by FilmL.A.** through the approved Filming Survey procedure and indicated on the permit.

- **Low level helicopter activity within ½ of a mile of residential buildings and taking place between the hours of 10:00 p.m. and 7:00 a.m. will not be allowed.**

- **All low-flying helicopter work in the vicinity of buildings, especially residential structures, requires the Federal Aviation Administration (FAA) reviewed and accepted plan of activities also to be filed with FilmL.A.**

- **Notification of the representatives of residents, merchants and businesses within 500 feet of all filming activities should be done 48 hours in advance of filming or substantial prep work, time permitting.** Additional notification beyond a distance of 500 feet may be required for permits requesting extraordinary filming activities, to be determined by FilmL.A.

- **Due to the congestion from normal commuter traffic, Intermittent Traffic Control (ITC) is generally not permitted on weekdays between the hours of 7:00 a.m. - 9:00 a.m. and 3:00 p.m. - 7:00 p.m.**

- **Production companies are required to completely remove all trash, food, cardboard boxes, etc.** from the general vicinity at the end of each filming day. Food should **NOT** be given directly to the homeless persons in the area; if a production company wishes to donate food, it

FilmL.A. Inc. NOT A PERMIT

should be delivered to missions or groups in the area which are designated and sanctioned to distribute food and other supplies to the homeless. Production companies will be held responsible for the actions of catering companies contracted to provide food for cast and crew.

- **All of the Special Conditions referenced herein apply to filming in or near the 2nd and 3rd Street tunnels.** All filming activities within the tunnels between the hours of 10:00 p.m. and 7:00 a.m. must be contained to areas at least 100 feet from tunnel openings, unless signature approval is obtained from affected residential buildings near the tunnel entrances, and indicated on the permit. The activities may not be audible beyond tunnel openings, and lighting may not illuminate or affect any nearby buildings.

In addition to the conditions referenced above, production companies must adhere to the following conditions when filming on Lower Grand Avenue between General Thaddeus Kosciusko (GTK) Way and 4th Street:

- **The walls of Lower Grand Avenue are private property** and may not be dressed, painted, or used in any way unless permission is granted by the representative of the affected property. The following are the names and phone numbers of the most affected building representatives:

o Museum of Contemporary Art (MOCA)	Cari Stafford	213.621.2766
o One California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Two California Plaza, (Maguire Properties)	Natalie Park	213.687.2284
o Wells Fargo Center (Maguire Properties)	Holly Mattan	213.253.4297
o Omni Hotel	Dan Pietrowski	213.617.3300
o Museum Tower & Grande Promenade	Aaron Bazile	213.229.9777
o Angelus Plaza	Joan Marke	213.623.4352

- **Blocking of loading docks or parking garage entrances and exits is strictly prohibited.**

- **No special effects, including smoke, steam or fog may occur on Lower Grand Avenue** without first obtaining clearance from the appropriate building contacts and maintenance engineers. Contact must be made at least **48 hours prior** to the proposed effect(s) unless appropriate, prior notifications to designated property management representatives have been made.

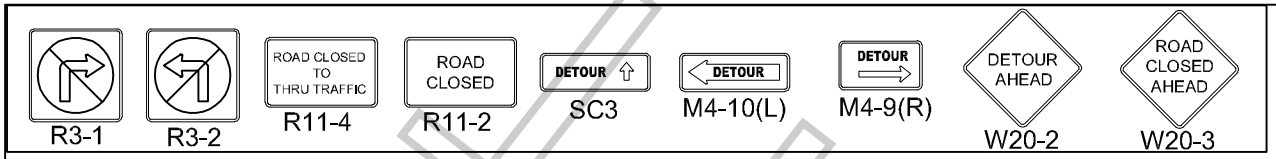
- **Generators may not be placed on the enclosed portion of Lower Grand Avenue. Suggested areas for generator placement are:**

1. the curb lane of 4th Street at least 200 ft east of Lower Grand Avenue;
2. the curb lane of 4th Street west of Lower Grand Avenue beyond the left turn lane; or
3. the center of Lower Grand Avenue directly under the openings to Upper Grand Avenue.

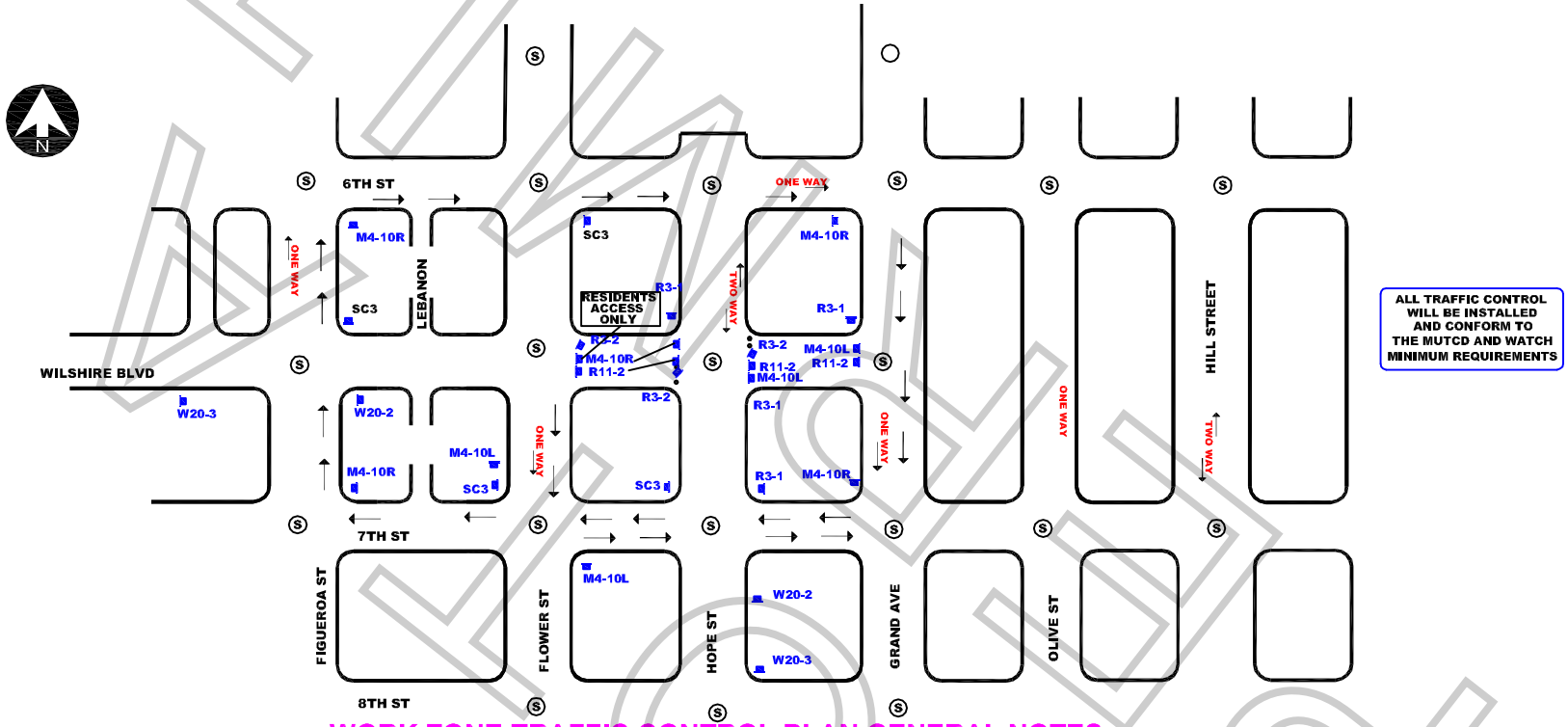
- **Companies must obtain property contact approval prior to covering or removing any building signage** and must replace removed/covered signs with temporary signage similar to the originals. If directional or street signage is removed, the production company must provide **complete directional signage** in the surrounding area, with emphasis on alternate parking entrances and exits. **Street signs may only be removed with FilmL.A. approval.**

- **Any filming activities requested and approved with less than 48-hour notification may not interfere with other ongoing activities in the area.**

NOT A FILMING PERMIT



DNA
"ALLSTATE"



WORK ZONE TRAFFIC CONTROL PLAN GENERAL NOTES

1. **DATE/TIME: 9-21-09 FROM 05:00 HOURS TO 21:00 HOURS.**
2. ALL SIGNING, STRIPING, AND TRAFFIC CONTROL DEVICES SHALL CONFORM TO THE (CURRENT) STATE OF CALIFORNIA DEPARTMENT OF TRANSPORTATION (CALTRANS) STANDARD PLANS AND STANDARD SPECIFICATIONS, CALIFORNIA MUTCD, AND ANY ADDENDUMS THERETO, AND AS SHOWN ON THESE PLANS, SYMBOLS AND ABBREVIATIONS USED ARE SHOWN ON CALTRANS STANDARD PLANS A10A&B, A20A-D, AND A24A-E.
3. THERE WILL BE NO INTERFERENCE WITH TRAFFIC SIGNALS OR CROSSWALKS.
4. CONES WILL BE 28" MINIMUM HEIGHT AND HAVE REFLECTORIZED SLEEVES FOR NIGHT WORK.
5. POLICE WILL DIRECT TRAFFIC IF NECESSARY.

JCL BARRIDADE COMPANY,
2334 E. EIGHTH ST., CA 90021
Ph: (213) 622-9775 * Fax: (213) 622-9790
CA Lic # 805357
TRAFFIC PLAN DRAWN BY:
ISMAEL RODRIGUEZ
Traffic control plan is drawn per MUTCD & 2006 Work Area Traffic Control Handbook

TRAFFIC CONTROL FOR:	PROJECT LOCATION:	LOCATION CONTACT:
DNA "ALLSTATE"	FLOWER ST & WILSHIRE GRAND AVE TO HOPE ST CITY OF LOS ANGELES, CA	TIM BALOU OFFICE # 213.763.9000

REV#	DATE	REVISION DESCRIPTION

Permit #E0002077-C

EXHIBIT